By-laws

Governing the

Richmond Tenants Organization

ARTICLE I ORGANIZATION & PURPOSE

ORGANIZATION:

The name of the organization shall be:

Richmond Tenants Organization (RTO)

Resident Council name affiliated with:

Richmond Redevelopment & Housing Authority (RRHA)

Organization's address:

3356 Nine Mile Road Richmond, Virginia 23223

PURPOSE:

The purpose of the **Richmond Tenant's Organization** (the "RTO") will be to encourage resident councils to come together to form an organization which can represent the interest of residents residing in units under the Richmond Redevelopment and Housing Authority's jurisdiction.

The RTO will be comprised of the presidents of duly elected resident councils. The RTO shall be recognized as the voice of all residents authority-wide for input into housing authority policy making. The RTO shall address issues of common concern of all residents. The RTO should use these By-laws in the most appropriate manner possible to govern its operations as it works to:

- Promote harmony and understanding among the residents authority wide
- Facilitate the existence of a collaborative working relationship between all residents and the Richmond Redevelopment and Housing Authority (RRHA)
- Promote the health and safety of all residents
- Facilitate resident connection (to the extent possible) with the services and resources that the residents need to promote advancement towards family economic self-sufficiency, positive social and academic development for youth and healthy living for all residents
- Provide a democratic forum for the communication of concerns of all residents
- Promote greater participation on the part of the residents in civic and community affairs
- Provide recommendations (when appropriate) on the policies and procedures of the RRHA as they
 may affect the residents authority wide.

ARTICLE II MEMBERS

SECTION 1: MEMBERS

Every person whose name appears on a current lease with RRHA shall be a member of the RTO.

SECTION 2: VOTING MEMBERS

All members of the RTO who are either heads of households or at least eighteen (18) years of age or older and whose name appears on a lease in good standing for a unit in any RRHA community shall be eligible to cast one vote on all matters which come before the RTO.

ARTICLE III MEETINGS

SECTION 1: LOCATION OF MEETINGS

All meetings of the members shall be held at a location specified in the meeting notice. Notices of meetings accompanied by a meeting agenda shall be posted in a prominent location at least 5 days prior to each meeting.

SECTION 2: REGULAR MEETINGS

Regular meetings shall be held monthly on the _4th Monday_of each month at __11:00___a.m.

SECTION 3: ORDER OF BUSINESS FOR REGULAR MEETINGS

The following items may be considered as agenda items for all regular meetings:

- Call to Order
- Identification of a Quorum
- · Approval of Minutes from the last meeting
- Officers' Reports
- Committee Reports
- Unfinished Business
- New Business
- Announcements
- Adjournment

SECTION 4: SPECIAL MEETINGS

Except as otherwise provided in these By-laws, special meetings of the members shall be called by the President, the Vice President or by delivery of a petition signed by 25% or more voting members to the Secretary. Upon the direction of the President or the Vice President or upon delivery of the petition to the Secretary, the Secretary shall, at least 48 hours prior to the date scheduled for the special meeting, publish and post a meeting notice and agenda.

If the flyer is delivered door-to-door, then if more than one member lives at the same address then notice properly given to one member at such address shall constitute a properly delivered notice to all members at such address. The notice of the special meeting must state: the time and date of the special meeting; whether the meeting was called by the President, the Vice President or by petition; and the purpose of the special meeting. Business transacted at all special meetings shall be limited to the specific subjects set forth in the notice and agenda.

SECTION 5: QUORUM; ACT OF THE RESIDENT COUNCIL

At any meeting, RTO voting members shall constitute a quorum as ____10___ members. If during a meeting, a sufficient number of voting members is no longer present to constitute quorum, then no further business may be transacted during such meeting until such time as a quorum is reestablished. At a duly constituted regular or special meeting, when a quorum is present, the majority vote of the voting members present shall constitute the act of the RTO.

ARTICLE IV OFFICERS

SECTION 1: GOVERNING BOARD

To be considered a "Duly Recognized" RTO, the RTO must have all 5 of the Officer Positions on the Governing Board filled at all times either through a certified election or temporary appointment. The Governing Board of the RTO shall consist of the President, the Vice President, the Secretary, the Assistant Secretary and the Treasurer. RTOs also have the option of appointing the office of an Assistant Treasurer, Chaplin, Sargent-at-Arms. However, they are not members of the Governing Board. The Governing Board shall have the ability to act between RTO meetings of the membership, including the authorization to expend funds without a vote by the RTO membership, in an amount not to exceed \$100.00 per month from the RTO's account for emergencies, as determined by a majority vote of the Governing Board. The Governing Board shall not, however, have the power to remove officers or to amend or repeal these Bylaws.

The Governing Board shall establish rules and regulations for its meetings separate from RTO meetings and shall meet at such times as it deems necessary; provided, that reasonable notice of all meetings of the Governing Board shall be given to its members and no act of the Governing Board shall be valid unless approved by the vote of a majority of its members or the written consent of its members. The Governing Board shall keep regular minutes of its proceedings and report the same to the membership at each regular RTO meeting & and shall present all actions taken by the Governing Board between RTO meetings of the membership for ratification by the RTO membership,

SECTION 2: TERM

Each officer shall serve for a term of three (3) years and/or until his/her successor has been elected unless the office is vacated due to death, resignation, removal or disqualification. Officers may only hold one position at a time and may seek re-election to his or her office without restriction as long as his or her health will allow and they continue to meet the qualifications for office as established by these By-laws.

SECTION 3: QUALIFICATION

All officers of the RTO shall meet the following requirements:

- At least eighteen (18) years of age and be listed on a fully executed lease for a unit in any RRHA
 Community; Current in their rent under the terms of the lease or be current in payments under an
 approved agreement for payment of rent due;
- b. No felony convictions within the last 10 years;
- c. No current lease violation or a lease violation within the last three years;
- d. Willing to serve community;
- e. Committed to working with RRHA staff and other organizations and community leaders to identify and secure services and resources that will promote healthy aging and independent living, self-sufficiency and healthy youth development.
- f. Committed to orderly conduct at all times keeping in mind the integrity of the organization and the integrity of one's self;
- g. Willing to receive further education /training to advance ability to be an effective leader
- h. Able to attend meetings regularly.

If, during the term of office, any officer is not compliant with the qualifications listed above, that officer will be disqualified and removed from office. The vacancy created by such officer's removal shall be filled in accordance with the procedures set forth in Article IV, Section 13 of these By-laws.

SECTION 4: RESPONSIBILITIES

Each officer shall be subject to these By-laws. All officers shall attend the new officer training sponsored by RRHA. In addition officers are encouraged to attend other special training opportunities sponsored by the RTO. Officers are required to attend at least eight meetings of the RTO during the course of the year and to play an active role in the business of the RTO. Failure to do so may result in the officers' removal from office.

SECTION 5: PRESIDENT

The President shall have general responsibility for the management of the affairs of the RTO as are usually vested in the office of President, including, but not limited to the following:

- a. The duty to preside at all regular meetings of the members of the RTO;
- b. The duty to countersign with the Treasurer all authorized checks; drafts and other orders for the payment of money issued in the name of the RTO;
- c. The duty to implement all policies adopted by the membership; and

d. The duty to perform all other tasks that may be necessary and consistent with the best interests of the RTO.

The President may not serve as the chairperson of any Committees.

SECTION 6: VICE PRESIDENT

The Vice President shall assist the President in the performance of his/her duties and perform all of the duties of the President in the temporary absence (i.e. away for RTO business, medical, personal schedule conflict, etc.) of the President with the exception of countersigning checks and shall perform such other duties as the RTO shall deem necessary from time to time. The Vice President shall also be authorized in the absence of the President to countersign with the Treasurer all authorized checks, drafts and other orders for the payment of money issued in the name of the RTO. The Vice President may serve as a member of any of the RTO's Committees, but shall not serve as a chairperson of any such committee.

SECTION 7: SECRETARY

The Secretary shall keep the minutes of all meetings of the members of the RTO and perform such other duties as the membership shall deem necessary from time to time. Such minutes shall include the time and place of the particular meeting, how the meeting was called or authorized, the method and date of notice of the meeting, and the actions taken at the meeting and by what manner taken. An attachment of the names (sign-in sheets) of those present at the meeting should be included with the minutes.

The Secretary shall be the custodian of the By-laws (as amended from time to time), all minutes, and other records and documents.

With the assistance of the Property Manager, the secretary should verify current members of the resident council.

SECTION 8: ASSISTANT SECRETARY

The Assistant Secretary shall assist the Secretary in the performance of his/her duties, perform all of the duties of the Secretary in his or her absence, and perform such other duties as the membership shall deem necessary from time to time.

SECTION 9: TREASURER

The Treasurer shall have custody of the RTO's checkbook, maintain an accurate record of all RTO funds, and shall keep accurate accounts of receipts and payments of the RTO and shall deposit all monies into the RTO's official bank account.

The Treasurer shall have the duty to countersign all authorized checks and other payments issued in the name of the RTO.

The Treasurer must prepare and present a quarterly financial report (spending plan) to the membership and shall have the responsibility for the timely completion and quarterly submission of all financial reports

(spending plans) required by the RRHA and shall procure an independent third party and facilitate the completion of an annual financial audit of the RTO's financials and associated reports to be presented to RRHA on an annual basis or as requested.

SECTION 10: RECORDS

- a. All financial records and minutes of the RTO shall be made available for inspection by any member of the RTO. All officers must, immediately upon leaving office, deliver all records, documents, books, monies, and other property of the RTO to an active member of the Governing Board.
- b. The RTO must maintain their financial records and annual audit completed by an independent third party provider to be submitted to RRHA as requested. Failure to comply with audit request or an unsatisfactory audit will lead to a designation of "Non-Compliant", and therefore will not be duly recognized as a RTO.

SECTION 11: RESIGNATION

An officer, other than the President, may resign at any time by delivering a written resignation to the President. The President may resign by delivering a written resignation to the Vice President and the RRHA. The resignation of such officer shall be effective upon the delivery of such resignation.

SECTION 12: REMOVAL

- a. An officer may be removed for cause at any time for failing to perform their duties as described by their position in Section 4.
- b. A special meeting (the "Hearing") may be called for the purpose of considering the removal of an officer. To call a Hearing, a written petition calling for the Hearing must be delivered to the Secretary. If the hearing is against the Secretary, the petition should be delivered to the President. Such petition shall be signed by no less than 50% of the members of the RTO and shall request that the Hearing be held and shall state the officer for whom removal shall be considered. Upon receipt of the petition, the Secretary shall contact the RTO to schedule a hearing which will be conducted by the RTO to ensure a fair and impartial hearing and also give notice of the Hearing specified in the manner specified in Article III, Section 4 of the By-laws. Although the RTO provides oversight of the Hearing, RTO members do not have a vote in the Hearing. Votes are to be cast only by RTO members of the community in which the Hearing is held. In addition, the Secretary shall notify the RRHA in writing. At the Hearing, any person who signed the petition may present to the RTO's reasons why such officer should be removed. Upon hearing such reasons, the challenged officer shall have an opportunity to defend him or herself. A vote for or against removal of the officer shall be taken within 15 days of the hearing and confirmed either way by a majority of those members in attendance.

SECTION 13: VACANCIES

Any vacancy in an office shall be filled in accordance with this Section.

a. If the unexpired portion of the term for such office equals or exceeds one (1) year, then such vacancy

shall be filled by means of appointing the runner-up to the officer who vacated his or her position in the corresponding election to the office to serve the remaining term. If the runner-up is not available and chooses not to hold the office, then a special election must be held. If a special election is necessary, then the RTO will follow the election procedures stated in these By-laws in Article VI. Candidates will be certified according to the qualification of officers set forth in Article IV, Section 3 of the By-laws.

b. If the unexpired portion of the term for such office is less than one (1) year, the vacancy may be filled by appointment by the President. The President may not appoint anyone who does not meet the qualifications for officers set forth in Article IV, Section 3 of these By-laws. The appointment must be confirmed by a majority of those members in attendance.

ARTICLE V COMMITTEES

SECTION 1: STANDING COMMITTEES: MEMBERSHIP

The Standing Committees of the RTO shall be the Governing Board, and the By-laws Committee. Except as otherwise provided in these By-laws, all members of Standing Committees shall be appointed by the President and must be approved by a majority of the RTO's membership body in attendance; provided, that such appointee shall meet the same requirements set forth for officers under Article IV, Section 3 of the By-laws. Each member of a Standing Committee shall serve for a term of three (3) years, or until his or her Successor has been appointed. Appointed Standing Committee Members may be removed at any time by the President for cause. Vacancies created by the death, resignation, or disqualification of an appointed Standing Committee Member may be filled by appointment by the President with the approval of the majority of the RTO's membership body in attendance. The President shall serve as an Ex-officio Member by virtue of the Office of President.

The Membership Committee shall be responsible for coordinating an annual membership drive and meeting for all members jurisdiction wide.

SECTION 1.1: BY-LAWS COMMITTEE

The By-laws committee will consist of five (5) members of the RTO who are appointed by the President and approved by the RTO's membership body. This 5 member committee will have the responsibility of reviewing the RTO's By-laws annually in the month of October. Any proposed changes to the RTO's By-laws that are recommended by the By-laws Committee must be made in writing and presented to the RTO membership. The RTO membership shall have thirty (30) days to review the proposed changes to the By-laws and the proposed amendments are to be voted on at the regularly scheduled November meeting of the RTO. Once voted on and passed, these amendments to the By-laws must be certified by the President and submitted to the RTO's Secretary by December 31 of each calendar year.

SECTION 2: SPECIAL COMMITTEES

The President or the members may establish additional Special Committees and delegate to such Committees the authority as may be deemed necessary and appropriate by the President or by the vote of

the RTO membership establishing such committee, as applicable.

SECTION 3: COMMITEES GENERALLY

Each Committee shall establish rules and regulations for its meetings and meet at such times as it deems necessary. Reasonable notice of all meetings shall be given to its members, and no act of a Committee shall be valid unless approved by the vote of a majority of its members. Every Committee shall keep regular minutes of its meetings and report the same to the RTO membership at regular meetings of the RTO membership. Unless otherwise specified in these By-laws, the chairperson of a Committee shall be elected by a majority vote of the members of such Committee.

ARTICLE VI

SECTION 1: GENERAL

Elections for officers shall be conducted in accordance with the procedures set forth in these By-laws and applicable HUD Regulations.

A procured independent third party election facilitation organization will monitor the election process and shall establish a procedure to appeal any adverse decision relating to failure to satisfy HUD minimum standards.

SECTION 2: DATE OF ELECTIONS

RTO elections for officers shall be held in March (beginning 2015). The actual date of the elections should be coordinated between the RTO presidents and RRHA. Such elections shall be held every three years. The date of elections, based on extenuating circumstances may be changed to permit special replacement and/or emergency elections. RTO elections shall be announced at least thirty days preceding the election date. An independent third party election facilitation organization shall ensure that elections are duly held and all pertinent guidelines are followed. Resident Service Coordinators and Property Management will provide support as required for the elections.

Announcement of elections shall be by:

- Posting or distribution of flyers.
- Announcement at the RTO meeting at least thirty days before the election.
- Flyers distributed and posted in all RRHA Property Management Offices.

SECTION 3: CANDIDATES FOR OFFICE

Candidates for office may be identified by completing the appropriate Officer Nomination Form which once completed must be submitted to the property manager who will then provide all Officer Nomination Forms to the third party elections facilitation organization by the first business day in February, prior to the election. Candidates can also be identified by a written petition signed by no less than 20 percent of voting members of the RTO. Petition signatures will be verified by the third party elections facilitation organization with the assistance of the property management staff.

Candidates that are nominated by petition must provide written consent in order for the third party election facilitation organization to move forward with the nomination process. The names of all the candidates who are nominated for office and who consent to run for office shall be provided to the independent third party election facilitation organization provider who will work with property management to certify all potential candidates the Candidates are placed on the official ballot for the upcoming election.

The third party elections facilitation organization must complete and submit the Slate or Officers for election by the first business day in February, prior to the election.

SECTION 4: ELECTION PROCEDURES

Notices that elections will be held on the election date shall be posted in prominent locations throughout the development no later than forty-five (45) days prior to the election date. These postings must be posted by the first business day of the month of February. Such notices shall state the time and date of the election, the location of the polling place, eligibility requirements of voters, qualifications for officers, deadlines for declaring candidacy, and such other information as is determined to be appropriate by third party elections facilitation organization and the RRHA, in compliance with HUD regulations.

All voting will be done by secret ballots prepared by the independent third party election facilitation organization, with the assistance of RRHA staff who may serve as election monitors. Such ballots shall not allow for write-in candidates.

Elected officers shall be determined by a plurality of those members voting in the election.

- a. No write-in Candidates will be permitted to be placed on the ballots for any RTO elections.
- b. The polls will be open from 8:30 a.m. until 5:30 p.m. on the election date, unless otherwise determined by the Nominating Committee, the independent third party election facilitation organization, and or by the RRHA staff.

Candidates may enter the polling place to vote in the election, but, otherwise shall not be permitted to reenter the polling place. While the candidate is in the polling place, he or she shall not speak to other voters. No campaign literature shall be distributed in the polling place during the election. Candidates may campaign outside the polling site 50 feet or more away.

Ballot box must be opened and tabulated in presence of all officials by the independent third party election facilitation organization following the close of the polls. Votes must be counted at least two times, documented on a tally sheet and signed by the independent third party election facilitation organization. No relative or household member of any candidate may serve as a poll worker. After the ballots have been tallied, the independent third party election facilitation organization overseeing the election shall notify a Property Management representative, the RTO president and RRHA of the results on the evening of the election. Results of the elections will be posted immediately, but, in no event, later than five (5) business days after the election date.

SECTION 5: VOTING REQUIREMENTS

- Household members that are 18 years or older, and whose name is on a fully executed lease are eligible to vote.
- Residents must provide a picture ID or proof of current address, and be verified by the elections monitor to be permitted to vote.
- Voting will be conducted at the location designated on the election flyer.
- Voting must take place in person, no absentee ballots.
- Only residents of the development / building for which the election is held may vote.

SECTION 6: ELECTION CHALLENGES / APPEALS

- If irregularities occur during the election, the process is stopped and mechanisms are implemented to ensure a fair election occurs.
- Challenges to the election must be in writing and must occur within three business days of date the
 election results are posted. A Property Management representative should receive the challenge who
 will then provide the challenge to the independent third party.
- If the RRHA or the independent third party election facilitation organization determines the RTO's elections did not meet HUD standards, then another election will be held. If the RTO believes that the initial election met HUD standards, the RTO may submit an appeal to an independent third party arbitrator that has been agreed upon by RRHA and the challenging party.
- If the independent third party arbitrator upholds the RRHA decision to void an election, then another election must be held. Current RTO members remain in office until new officers are elected.
- If the third party arbitrator finds no irregularities and HUD standards were met, then the newly elected officials are installed.

SECTION 7: INSTALLATION OF OFFICERS

Upon election of new officers, newly elected officers are to be installed within thirty days. It is mandatory that all newly elected officers of the RTO attend RRHA approved leadership training before installation. All officers must be installed before they can assume duties. Until installation, the current officers carry out RTO duties.

ARTICLE VII MISCELLANEOUS PROVISIONS

SECTION 1: CONTRACTS

All contracts and agreements of the RTO shall be expressly authorized by the RTO membership and shall be executed by the President and at least one other officer. No officer or other agent of the RTO may enter into any contract or execute and deliver any instrument in the name of and on behalf of the RTO without the express and specific authorization of the RTO's voting membership.

SECTION 2: LOANS

No loans or advances shall be obtained by or on behalf of the RTO and no note or other evidence of indebtedness shall be issued in the name of the RTO unless and except as specifically and expressly

authorized by the voting membership of the RTO. Any such note or evidence of indebtedness shall be executed by the President or the Treasurer.

SECTION 3: COMPENSATION OF OFFICERS

The officers of the RTO shall serve as such without salary, and no officer shall receive, directly or indirectly, any compensation which may be misinterpreted as a salary. However, RTO officers can receive a monthly stipend of no more than \$_200.00_ for the President, \$_150.00_ for the Vice President, \$_125.00_ for the Secretary, \$ 125.00_ for the Assistant Secretary, and \$_150.00_ for the Treasurer. The officer stipends are given to officers to offset the cost each RTO officer may incur as a result of transacting and operating RTO business and programs.

SECTION 4: FISCAL YEAR

The fiscal year of the RTO runs from the first day of July (July 1) through the last day of June (June 30).

SECTION 5: AUDITS

The RTO must have an independent third party conduct a financial and operational audit of the RTO for each fiscal year and submit the Audit Report to RRHA prior to the last business day of September each year.

SECTION 6: CONDUCT OF MEETINGS

The conduct of all meetings shall be according to Robert's Rules of Order as set forth in the ABC's of Parliamentary Procedure and said rules of order shall be the final authority, unless otherwise provided in these By-laws.

SECTION 7: USE OF TENANT PARTICIPATION FUNDS

The RTO's participation funds are provided by RRHA for the sole purpose of uplifting and the betterment of the residents of RRHA communities. RRHA may choose not to fund the RTO if it's not "Compliant". The RTO's participation funds are available to fund the development and implementation of programs and services that address the needs of the residents and facilitate effective operations of the RTO. All programs, services and activities funded by participation funds shall be made available to all residents of RRHA communities. Participation funds are not to be used to pay/cure the personal debt of any RTO member. Use of participation funds shall be approved via a majority vote of the members in attendance at a regular or special called meeting.

The RTO shall receive quarterly deposits of Resident participation funds equal to \$5.00 multiplied by the number of occupied units at the beginning of the month preceding the quarterly deposit.

All RTO participation funds provided by the RRHA shall be deemed as "restricted" which means that the participation funds have restricted uses and a specific purpose. All participation funds received by the RTO shall be deposited into a bank account owned by the RTO and also managed by the RTO's Governing Board members. If a checking account is established in the name of the RTO, all checks written must have

- 3. Resident programs that promote cultural awareness, diversity, understanding and communication to strengthen the sense of community.
- 4. Reasonable refreshments and food costs that are directly related to eligible activities such as, programs, meetings, and travel.

All expenses over \$100 and all travel expenses for officers and/or members expecting re-imbursement for travel by the RTO must have prior approval by RTO membership.

ARTICLE VIII AMENDMENTS

SECTION 1: AMENDMENTS

These By-laws may be altered, amended, or repealed and new By-laws may be adopted by a majority vote of the RTO membership in attendance at a regular or special called RTO meeting, provided that such alterations, amendments, or proposed substitute By-laws have been read or distributed to all RTO members present at the previous regular meeting or such action may be made at a special meeting held at least 10 days after the regular meeting at which the reading or distribution was made.

CERTIFICATE OF SECRETARY

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signature of the Secretary of the Richmond Tenants Organization

two signatures- the President and the Treasurer. If the RTO uses a debit card, a proper reconciliation of the expenditures must be immediately completed after purchase by the person making the purchase(s) and submitted along with all receipts to the Treasurer for approval and signature of the Treasurer and President. Funds shall never be deposited into the personal accounts of any members of the RTO, their family members, friends, or associates. Funds shall also not be used for gambling or alcohol. Eligible expenses include:

- 1. Paying operating expenses related to the operation of the RTO including office supplies, office technology, travel, and meetings.
- 2. Providing training and programs that support healthy aging in place, self-sufficiency and healthy vouth development.
- 3. Resident programs that promote cultural awareness, diversity, understanding and communication to strengthen the sense of community.
- 4. Reasonable refreshments and food costs that are directly related to eligible activities such as, programs, meetings, and travel.

All expenses over \$100 and all travel expenses for officers and/or members expecting re-imbursement for travel by the RTO must have prior approval by RTO membership.

ARTICLE VIII AMENDMENTS

SECTION 1: AMENDMENTS

Amendments to By-laws. These By-laws may be altered, amended, or repealed and new By-laws may be adopted by a majority vote of the RTO membership in attendance at a regular or special called RTO meeting, provided that such alterations, amendments, or proposed substitute By-laws have been read or distributed to all RTO members present at the previous regular meeting or such action may be made at a special meeting held at least 10 days after the regular meeting at which the reading or distribution was made.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and/or	acting secretary of the Richmond Tenants Organization
	The By-laws were duly adopted at a meeting of the RTC
membership held on	, 2014.
Date	
Signature of the Secretary of the Richmond Tena	nto Ossanization